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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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:
COMPAÑIA DEL BAJO CARONI (CAROMIN), C.A.,
Calle Cuenca, Manzana 7, Campo B de Ferrominera
Quinta Analú, Puerto Ordaz, Estado Bolivar Venezuela,
and

V.M.C. MINING COMPANY, C.A.,
Calle Cuenca, Manzana 7, Campo B de Ferrominera
Quinta Analú, Puerto Ordaz, Estado Bolivar Venezuela,

Plaintiffs,

- against -

BOLIVARIAN REPUBLIC OF VENEZUELA,
c/o Consulate General of Venezuela
7 East 51st Street
New York, New York 10022, and

MINISTRY OF BASIC INDUSTRIES AND MINES
c/o Consulate General of Venezuela
7 East 51st Street
New York, New York 10022,

Defendants.
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Civil Action No. 07 CV 3179 (NRB)

**DECLARATION OF
JAMES W. PERKINS
IN SUPPORT OF MOTION FOR
ORDER GRANTING LEAVE TO
WITHDRAW AS COUNSEL**

JAMES W. PERKINS, an attorney duly admitted to practice in the courts of the State of
New York and before this Court, declares the following under the penalties of perjury:

1. I am a Shareholder with the firm Greenberg Traurig, LLP, ("GT") the former attorneys for Compañia Del Bajo Caroni (Caromin), C.A, and V.M.C. Mining Company, C.A., which are the Plaintiffs in this action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion for an order discharging GT and co-counsel Colson, Hicks, Eidson ("Colson") as counsel for Plaintiffs in this matter.

2. In or about March 2007, Plaintiffs retained GT and Colson. On behalf of plaintiffs, GT initiated this action and filed papers in opposition to defendant's motion to dismiss the complaint. Colson was later admitted in this case as counsel *pro hac vice*.

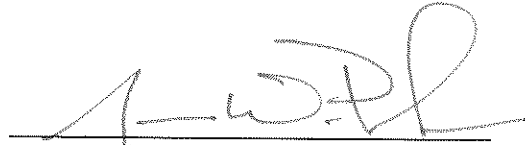
3. On January 1, 2008, Plaintiffs, by their Legal Representative, Manuel Fernandez, notified GT by email that it and Colson were both discharged as counsel. The email further directed that we seek, on behalf of plaintiffs, a 30 to 45 day adjournment of the oral argument on defendants' motion to dismiss. We are advised that defense counsel has objected to any adjournment of the argument date which is now scheduled for January 24, 2008.

4. The New York Code of Professional Responsibility requires a lawyer "representing a client before a tribunal, with its permission if required by its rules [to withdraw] if . . . [t]he lawyer is discharged by his or her client." N.Y.S.B.A. Code of Professional Responsibility DR 2-110(B)(4). Rule 1.4 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York provides that "[a]n attorney who has appeared as attorney of record for a party may be relieved or displaced only by order of the court and may not withdraw from a case without leave of the court granted by order."

5. Since GT and Colson have been discharged as plaintiffs' counsel, they respectfully request an Order granting them leave to withdraw as counsel for plaintiffs in this

action so that they may comply with the mandatory withdrawal requirement of the New York Code of Professional Responsibility.

Dated: New York, New York
January 4, 2008



A handwritten signature in black ink, appearing to read 'J. W. Perkins', is written over a horizontal line. Below the line, the name 'JAMES W. PERKINS' is printed in a serif font.

JAMES W. PERKINS